

RECORDATION NO. 26271-I
FILED

JUN 01 2009 -8 00 AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

June 1, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Amendment to Security Agreement, dated as of May 15, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 26271-G. The schedule attached to the Amendment is intended to provide, where appropriate, an updated schedule of the current reporting marks and road numbers of certain units of the railroad equipment and any change, where appropriate, in the lessee of such equipment subject to the Security Agreement.

The names and addresses of the parties to the enclosed document are:

Debtor/Assignor: Infinity Rail II, LLC
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, GA 30309

Secured Party/
Assignee: The CIT Group/Equipment Financing, Inc.
30 South Wacker, Suite 3000
Chicago, IL 60606

Anne K. Quinlan, Esquire
June 1, 2009
Page 2

A description of the railroad equipment covered by the enclosed document is:

Lease covering 274 covered hopper railcars within the series IFRX 21000 - IFRX 21499 (previously marked within the series RVPR 1000 - RVPR 1499) as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Memorandum of Amendment to Security Agreement.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclos

JUN 01 '09 -8 00 AM

MEMORANDUM OF AMENDMENT TO SECURITY AGREEMENT SURFACE TRANSPORTATION BOARD

1. A Memorandum of Security Agreement, dated June 29, 2006, between The CIT Group/Equipment Financing, Inc. ("CIT") and Infinity Rail II, LLC, a Georgia limited liability company ("IR") was recorded with the Surface Transportation Board on July 13, 2006 and given recordation number 26271-G (the "Memorandum"). Said Memorandum was filed pursuant to the Security Agreement identified below, whereby IR granted to CIT, as security for certain obligations of IR to CIT, a security interest in all of IR's right, title, and interest in and to the lease of certain railroad equipment each identified on Schedule 4(a) attached to the Memorandum.

2. "Security Agreement" means the Security Agreement dated as of June 29, 2006, between IR and CIT.

3. The Security Agreement has been updated to provide a description of the lease (as set forth on Schedule I attached hereto) under which the railroad equipment also identified on Schedule I attached hereto is currently subject.

4. The parties wish to show for the public record said update by the filing of this Memorandum of Amendment to Security Agreement. For the avoidance of doubt, the changes to the current description of the lease pursuant to which the railroad equipment reflected on Schedule I hereto are subject shall be incorporated by this reference into Schedule 4(a) of the Memorandum.

5. This Memorandum of Amendment to Security Agreement may be signed in counterpart or duplicate copies, and any signed counterpart or duplicate copy shall be equivalent to a signed original for all purposes.

[Execution on next page; remainder of this page intentionally left blank]

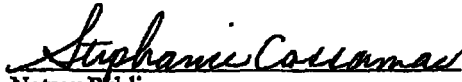
IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of
May 15, 2009.

INFINITY RAIL II, LLC
By Infinity Asset Management, LLC as Manager

By: 

State of Georgia)
) ss:
County of Fulton)

On May 15, 2009, before me personally appeared Jeffrey Edelman, to me personally known, who being by me duly sworn says that he is President of Infinity Asset Management, LLC, Manager of Infinity Rail II, LLC, and that he executed the foregoing instrument on behalf of said limited liability company by authority of its board of managers, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.


Notary Public
My commission expires:

[NOTARIAL SEAL]

Notary Public, DeKalb County, Georgia
My Commission Expires Aug. 2, 2009

[Execution continued on next page; remainder of this page intentionally left blank]

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: 

Name: Richard Rossi

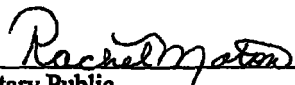
Title: Senior Director

State of Illinois)

) ss:

County of Cook)

On May 15, 2009, personally appeared before me Richard Rossi, to me personally known, who being by me duly sworn, said that he is a Senior Director of The CIT Group/Equipment Financing, Inc., that such instrument was signed on behalf of such corporation by the authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.



Notary Public

My commission expires:

[NOTARIAL SEAL]



SCHEDULE I

Customer Name	Start Date	Car Type	Original Mark	Original Number	Current Mark	Current Number	AAR Code
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1000	IFRX	21000	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1002	IFRX	21002	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1007	IFRX	21007	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1008	IFRX	21008	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1010	IFRX	21010	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1011	IFRX	21011	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1012	IFRX	21012	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1013	IFRX	21013	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1014	IFRX	21014	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1017	IFRX	21017	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1019	IFRX	21019	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1020	IFRX	21020	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1021	IFRX	21021	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1023	IFRX	21023	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1024	IFRX	21024	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1025	IFRX	21025	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1026	IFRX	21026	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1027	IFRX	21027	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1030	IFRX	21030	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1032	IFRX	21032	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1033	IFRX	21033	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1034	IFRX	21034	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1035	IFRX	21035	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1036	IFRX	21036	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1037	IFRX	21037	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1038	IFRX	21038	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1040	IFRX	21040	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1041	IFRX	21041	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1044	IFRX	21044	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1052	IFRX	21052	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1053	IFRX	21053	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1055	IFRX	21055	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1057	IFRX	21057	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1058	IFRX	21058	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1059	IFRX	21059	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1060	IFRX	21060	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1063	IFRX	21063	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1064	IFRX	21064	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1065	IFRX	21065	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1073	IFRX	21073	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1074	IFRX	21074	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1075	IFRX	21075	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1076	IFRX	21076	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1078	IFRX	21078	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1079	IFRX	21079	C113

Customer Name	Start Date	Car Type	Original Mark	Original Number	Current Mark	Current Number	AAR Code
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1080	IFRX	21080	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1081	IFRX	21081	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1082	IFRX	21082	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1083	IFRX	21083	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1085	IFRX	21085	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1086	IFRX	21086	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1087	IFRX	21087	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1088	IFRX	21088	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1089	IFRX	21089	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1094	IFRX	21094	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1095	IFRX	21095	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1096	IFRX	21096	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1097	IFRX	21097	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1098	IFRX	21098	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1099	IFRX	21099	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1100	IFRX	21100	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1106	IFRX	21106	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1108	IFRX	21108	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1109	IFRX	21109	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1110	IFRX	21110	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1114	IFRX	21114	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1115	IFRX	21115	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1118	IFRX	21118	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1119	IFRX	21119	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1120	IFRX	21120	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1124	IFRX	21124	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1125	IFRX	21125	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1126	IFRX	21126	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1129	IFRX	21129	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1130	IFRX	21130	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1131	IFRX	21131	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1139	IFRX	21139	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1140	IFRX	21140	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1141	IFRX	21141	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1142	IFRX	21142	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1143	IFRX	21143	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1145	IFRX	21145	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1148	IFRX	21148	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1149	IFRX	21149	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1167	IFRX	21167	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1168	IFRX	21168	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1172	IFRX	21172	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1173	IFRX	21173	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1182	IFRX	21182	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1185	IFRX	21185	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1186	IFRX	21186	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1187	IFRX	21187	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1188	IFRX	21188	C113

Customer Name	Start Date	Car Type	Original Mark	Original Number	Current Mark	Current Number	AAR Code
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1189	IFRX	21189	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1191	IFRX	21191	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1194	IFRX	21194	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1195	IFRX	21195	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1199	IFRX	21199	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1200	IFRX	21200	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1202	IFRX	21202	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1203	IFRX	21203	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1204	IFRX	21204	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1214	IFRX	21214	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1215	IFRX	21215	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1216	IFRX	21216	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1217	IFRX	21217	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1218	IFRX	21218	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1219	IFRX	21219	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1220	IFRX	21220	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1221	IFRX	21221	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1222	IFRX	21222	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1223	IFRX	21223	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1224	IFRX	21224	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1226	IFRX	21226	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1227	IFRX	21227	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1228	IFRX	21228	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1229	IFRX	21229	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1230	IFRX	21230	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1233	IFRX	21233	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1234	IFRX	21234	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1235	IFRX	21235	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1236	IFRX	21236	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1247	IFRX	21247	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1248	IFRX	21248	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1249	IFRX	21249	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1260	IFRX	21260	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1261	IFRX	21261	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1265	IFRX	21265	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1266	IFRX	21266	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1271	IFRX	21271	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1273	IFRX	21273	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1274	IFRX	21274	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1279	IFRX	21279	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1280	IFRX	21280	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1281	IFRX	21281	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1282	IFRX	21282	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1283	IFRX	21283	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1297	IFRX	21297	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1298	IFRX	21298	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1299	IFRX	21299	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1300	IFRX	21300	C113

Customer Name	Start Date	Car Type	Original Mark	Original Number	Current Mark	Current Number	AAR Code
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1301	IFRX	21301	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1302	IFRX	21302	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1303	IFRX	21303	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1304	IFRX	21304	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1305	IFRX	21305	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1307	IFRX	21307	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1310	IFRX	21310	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1313	IFRX	21313	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1314	IFRX	21314	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1319	IFRX	21319	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1322	IFRX	21322	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1324	IFRX	21324	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1325	IFRX	21325	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1328	IFRX	21328	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1329	IFRX	21329	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1333	IFRX	21333	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1335	IFRX	21335	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1336	IFRX	21336	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1339	IFRX	21339	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1340	IFRX	21340	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1345	IFRX	21345	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1346	IFRX	21346	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1347	IFRX	21347	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1348	IFRX	21348	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1366	IFRX	21366	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1367	IFRX	21367	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1368	IFRX	21368	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1369	IFRX	21369	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1370	IFRX	21370	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1371	IFRX	21371	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1372	IFRX	21372	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1373	IFRX	21373	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1374	IFRX	21374	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1375	IFRX	21375	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1376	IFRX	21376	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1377	IFRX	21377	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1378	IFRX	21378	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1379	IFRX	21379	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1380	IFRX	21380	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1381	IFRX	21381	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1382	IFRX	21382	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1384	IFRX	21384	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1385	IFRX	21385	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1386	IFRX	21386	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1387	IFRX	21387	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1388	IFRX	21388	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1389	IFRX	21389	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1392	IFRX	21392	C113

Customer Name	Start Date	Car Type	Original Mark	Original Number	Current Mark	Current Number	AAR Code
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1393	IFRX	21393	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1394	IFRX	21394	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1395	IFRX	21395	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1396	IFRX	21396	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1397	IFRX	21397	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1398	IFRX	21398	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1399	IFRX	21399	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1400	IFRX	21400	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1401	IFRX	21401	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1402	IFRX	21402	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1403	IFRX	21403	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1404	IFRX	21404	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1405	IFRX	21405	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1406	IFRX	21406	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1407	IFRX	21407	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1409	IFRX	21409	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1410	IFRX	21410	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1411	IFRX	21411	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1412	IFRX	21412	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1413	IFRX	21413	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1414	IFRX	21414	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1416	IFRX	21416	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1417	IFRX	21417	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1418	IFRX	21418	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1419	IFRX	21419	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1420	IFRX	21420	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1421	IFRX	21421	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1422	IFRX	21422	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1430	IFRX	21430	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1431	IFRX	21431	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1432	IFRX	21432	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1433	IFRX	21433	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1434	IFRX	21434	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1436	IFRX	21436	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1437	IFRX	21437	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1438	IFRX	21438	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1439	IFRX	21439	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1440	IFRX	21440	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1441	IFRX	21441	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1442	IFRX	21442	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1443	IFRX	21443	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1444	IFRX	21444	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1445	IFRX	21445	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1446	IFRX	21446	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1447	IFRX	21447	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1448	IFRX	21448	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1449	IFRX	21449	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1450	IFRX	21450	C113

Customer Name	Start Date	Car Type	Original Mark	Original Number	Current Mark	Current Number	AAR Code
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1451	IFRX	21451	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1452	IFRX	21452	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1453	IFRX	21453	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1454	IFRX	21454	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1455	IFRX	21455	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1457	IFRX	21457	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1458	IFRX	21458	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1459	IFRX	21459	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1462	IFRX	21462	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1463	IFRX	21463	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1464	IFRX	21464	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1465	IFRX	21465	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1466	IFRX	21466	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1467	IFRX	21467	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1468	IFRX	21468	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1469	IFRX	21469	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1470	IFRX	21470	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1471	IFRX	21471	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1472	IFRX	21472	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1474	IFRX	21474	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1475	IFRX	21475	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1477	IFRX	21477	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1479	IFRX	21479	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1480	IFRX	21480	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1481	IFRX	21481	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1482	IFRX	21482	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1483	IFRX	21483	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1485	IFRX	21485	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1486	IFRX	21486	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1487	IFRX	21487	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1488	IFRX	21488	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1489	IFRX	21489	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1490	IFRX	21490	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1491	IFRX	21491	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1497	IFRX	21497	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1498	IFRX	21498	C113
Union Pacific Railroad	December 1, 2005	Covered Hopper	RVPR	1499	IFRX	21499	C113

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

6/1/09



Robert W. Alvord